

Exhibit 9

BID # RLUSD Y9-01

XXXX School District - E-RATE EVALUATION MATRIX

		Pass Fail					Technical Qualifications (One or More)															
Bidder Company Name	SPIN Number / CMAS	Legal Form of Business	Location (50 Miles)	Authorization	Services Proposed	Pricing Schedule	Price	Financial Responsibility	Management Capabilities	3Com IP Telephony Specialization	3Com Enterprise LAN Specialization	3Com Certified Enterprise LAN Specialist or Expert	3Com Certified Solutions Expert	3Com Certified Wireless Specialist	3Com Certified IP Telephony Specialist	CCIE	CCNP	CCDA	CCNA	Microsoft Certified Systems Engineer 2000 (MCSE)	CNE	Total Points
					Average Weighted	Est Total	Lowest=300 Second=200 Third=100	Range 0 - 209	Range 0 - 250	0 or 35	0 or 35	0 or 20	0 or 20	0 or 20	0 or 20	0 or 25	0 or 15	0 or 15	0 or 15	0 or 10	0 or 20	Add all column row total
Marketoere	CMAS-39520026	?	?	?	73.0128	48,407	300			✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	0
NMC	CMAS-520721125A	?	?	?	73.6153	48,807	200			✓	?	?	0	0	✓	✓	✓	✓	✓	✓	✓	0
																						0
																						0
																						0
																						0
																						0

AWARD OF CONTRACT INFORMATION		
Awarded Vendor Name:		
Awarded Vendor Contact Name:		
	Awarded Vendor Address	

Awarded Vendor Points

Exhibit 10



Date: 6/27/2011

Mary Talentinow
N. Sacramento Unified School District/ Twin Rivers Unified School District/ Rio Linda Union School District
Voice: 916-566-1775

Response Due Date: 7/5/2011

We are in the process of reviewing Form 471 Applications for schools and libraries discounts to ensure that they are in compliance with the rules of the Universal Service program. To complete our review, we need some additional information. The information needed to complete the review is listed below.

I.

We have completed our review and determined that Form 471 #**574902** FRNs **1589372** will be rescinded in full because you have not demonstrated that a valid contract was in place at the time the Form 471 was certified, as required by FCC rules. For additional information, please refer to the USAC website at: <http://www.usac.org/sl/applicants/step04/contract-guidance.aspx>.

If the FRN(s) should not be denied and you have alternative information, please provide the supporting documentation.

It was the practice of the District at that time to inform the prevailing vendor that the Award of contract was contingent upon funding from the SLD. This was included in the Services Summary, page 2, and the Bid Schedule, page 5 of the RFQ. (See attachment A) According to the Compliance Rules at that time there was nothing that indicated that a contract had to be signed prior to actual funding. (See attachment B)

In some cases, the District had to move forward with the contract in order to provide the needed maintenance after the July 1st date, even if funding was not yet released. This was done by Purchase Order referencing the RFQ and the potential E-rate funding.

If you fail to respond to this email within 7 days, the FRN will be denied.

Lastly, please complete, sign, and date the attached certification and return with your response.

Please fax or email the requested information to my attention. If you have any questions or you do not understand what we are requesting, please feel free to contact me.

It is important that we receive all of the information requested **within 7 calendar days** so we can complete our review. **Failure to respond may result in a reduction, denial, or rescinding of funding. If you need additional time to prepare your response, please let me know as soon as possible.**

Should you wish to cancel your Form 471 application(s), or any of your individual funding requests, please clearly indicate in your response that it is your intention to cancel an application or funding request(s). Include in any cancellation request the Form 471 application number(s) and/or funding request number(s), and the complete name, title and signature of the authorized individual.

Thank you for your cooperation and continued support of the Universal Service Program.

Fabio Nieto
Special Compliance Reviewer
USAC, Schools and Libraries Division
Phone: 973-581-5045
Fax: 973-599-6552
E-mail: fnieto@sl.universalservice.org

Schools and Libraries Division - Correspondence Unit
30 Lanidex Plaza West, PO Box 685, Parsippany, NJ 07054-0685
Visit us online at: www.usac.org/sl

CERTIFICATION

I certify that I am authorized to make the representations set forth in the responses to the inquiry on behalf of **Rio Linda Union School District/Twin Rivers Unified School District** the entity represented on and responding to the inquiry, and am the most knowledgeable person with regard to the information set forth therein. I certify that the responses and supporting documentation to the inquiry are true and correct to the best of my knowledge, information and belief. I acknowledge that FCC rules provide that persons who have been convicted of criminal violations or held civilly liable for certain acts arising from their participation in the schools and libraries support mechanism are subject to suspension and debarment from the program. I acknowledge that false statements can be punished by fine or forfeiture under the Communications Act, 47 U.S.C. §§ 502, 503(b), or fine or imprisonment under Title 18 of the United States Code, 18 U.S.C. § 1001 and civil violations of the False Claims Act.

I declare under penalty of perjury that the foregoing is true and correct. Executed on 30th day of June, 2011, at North Highlands, California.

Signature

Date June 30, 2011

Print Name Ruth Ann Hall

Title Director, Purchasing Services

Employer

Twin Rivers Unified School District

Telephone Number (916)566-1725

Fax Number (916) 566-1792

Email Address ruth.hall@twinriversusd.org

Address

3222 Winona Way, Suite 200
North Highlands, CA 95660

E-Rate Basic Maintenance

BID # RLUSD-Y9-01

MULTI-YEAR CONTRACT

RIO LINDA UNION SCHOOL DISTRICT

627 L Street

Rio Linda, CA 95673

E-Rate Basic Maintenance
BID # RLUSD-Y9-01

NOTICE TO BIDDERS

Services Summary:

The Rio Linda Union School District is soliciting bids from CMAS vendors that can provide a basic maintenance contract for routine maintenance on all network equipment eligible for support under the "Eligible Services" list of the E-Rate program. Items are to include, but not limited to, Network File Servers, Wireless Access Points, Routers, Switches, Telephony devices, and gateways. The Rio Linda School District is soliciting quotes from CMAS vendors that can provide basic maintenance following all terms and conditions applied by the CMAS contract unless otherwise stated.

All services must be provided solely by a single vendor. This contract will cover up to (22) school sites and the District hub site. Vendors will be required to provide hourly rates for scheduled maintenance for each "work Type" listed on "Pricing Schedule" (Provided). Established needs and past experiences indicate that this will mean a minimum of 20 hours per week per site. Rio Linda School District reserves the right to seek E-Rate funding for individual sites based on Discount rates.

The intent of this document is to define and establish requirements for basic maintenance of systems listed as eligible services.

Pricing must be valid for District purchases prior to E-Rate funding. Rio Linda Union School District may elect to purchase services proposed in any quantity anytime after the award of the contract through June 30, 2009.

The Rio Linda Union School District will accept sealed bids in the office of the **Director of Purchasing, 2041 I Street, Rio Linda, CA 95673, by 10:30 a.m. PST, February 6, 2006.** If the chosen vendor/bidder refuses or is unable to meet the terms set forth by the Rio Linda Union School District, the Board of Trustees will reject the bid and the award may be given to the next lowest qualified bidder.

The award of this contract may be contingent upon the award of funding from the Schools and Libraries Division (E-Rate) for fiscal year 2006-2007.

Eligible Services:

- | | |
|--|--|
| • Network File Servers (DHCP, DNS, E-mail, Terminal Servers & Web) | • Uninterruptible Power Systems (UPS) |
| • Telephone Systems | • Access Points (Wireless LAN) |
| • Voice Mail Systems | • VPN Equipment |
| • Routers | • Network Infrastructure Cabling & equipment |
| • Switches | • Firewall |
| • Tape Backup Units | • Network Gateway Devices |

INSTRUCTIONS TO BIDDERS

Vendor Requirements:

All companies participating in this bid must have approved California Multiple Award Schedules (CMAS). The vendor must meet or exceed all minimum qualification requirements. All terms and conditions applied by the CMAS contract will be followed by this contract unless otherwise stated.

All submitted quotes must provide at a minimum, all requested information in this quote document. **Any portion not included will be cause for elimination from the proposal process.** Each response will be reviewed to determine if it is complete prior to actual evaluation. The information shall be organized as indicated in the vendor requirements. Any portions of the submitted proposal, which are to be treated by the District as proprietary and confidential information, must be clearly marked as such. Bidder must have acquired a Schools and Libraries Corporation SPIN number and be willing to comply with all regulations pertaining to the Universal Service Fund Criteria for E-Rate service providers.

Rio Linda Union School District reserves the right to accept or reject all proposals when the rejection is in the best interest of the District. The District reserves the right to award without further discussion. The District reserves the right to eliminate from further consideration any response, which is deemed to be substantially or materially unresponsive to the requests for information, contained in this section. The bidder is required to submit all the information in this section to be considered for bid evaluation and award of contract.

1. Vendors must submit all approved Multiple Award Schedules that are required for this project. The following California or Multi-State award schedules must be held by the vendor:
 - Multiple Award Schedule for Services
2. Vendors must include three references; preference will be given to School District references.

<i>District / Company Name:</i>	Rio Linda Union School District
<i>Address:</i>	2041 I St. Rio Linda, CA 95673
<i>Contact Person:</i>	John Baggett
<i>Phone:</i>	(916) 566-1749
<i>Email:</i>	john.baggett@rlusd.org
<i>District / Company Name:</i>	Washington Unified School District
<i>Address:</i>	930 Westacre Road West Sacramento, CA
<i>Contact Person:</i>	Eric Bauer
<i>Phone:</i>	(916) 375-7604
<i>Email:</i>	ebauer@wusd.k12.ca.us
<i>District / Company Name:</i>	Woodland Joint Union School District
<i>Address:</i>	630 Cottonwood St. Woodland, CA 95695
<i>Contact Person:</i>	Jerome Day
<i>Phone:</i>	(530) 662-0201
<i>Email:</i>	jday@wjusd.org

3. Timely availability (Vendor MUST be located within a 50 mile radius of the District office or the network core.)

4. Hourly Rates

Provide hourly services rates for all "Work Types" on Pricing Schedule (Form Provided).

5. Piggyback Extension of Services

The Vendor agrees to allow the Rio Linda Union School District and other public agencies and school districts in the State of California to purchase additional items, at the same terms and conditions as this BID, during the period of time that this BID is in effect.

Districts and agencies may order additional quantities of service hours at the rate provided in the quote.

Any liability created by Purchase Orders issued against this agreement shall be the sole responsibility of the district or agency placing the order. Prices and terms shall remain firm and in effect for 365 days following the award of this bid, unless otherwise specified.

Vendor shall provide Basic Maintenance to these districts at the same prices and upon the same terms and conditions pursuant to Sections 20118 and 20562 of the California Public Contract Code.

6. Contract Extension

The District is requesting that the selected vendor enter into a multi year contract for Basic Maintenance Services at each site with the option to extend the contract on an annual basis if determined to be in the best interest of the District. The contract shall begin on July 1, 2006 and can be extended on an annual basis for a maximum of 3 years at the sole discretion of the District. For Year 2 and beyond, if different from Year 1, provide rates for basic maintenance services.

7. Termination

In the event of failure by either party to perform the duties of this contract, the contract may be terminated by either party thirty (30) days after written intent is communicated to the other party.

8. Financial and Management Capabilities Information

1. The vendor must demonstrate adequate financial resources to perform the contract. The bidder must provide CPA reviewed financial statements for year 2004 and Mid-Year statements for year 2005 giving the District enough information to determine financial stability.
2. The bidder shall submit a company profile; an organization chart; a statement of qualifications; vendor relationships; copies of 3Com, Cisco, Microsoft, and similar authorizations; and Resume of experience in IT and formal education background of key members of Management. The chosen vendor must have a solid management team. Include information that demonstrates experience with K-12 education clients. Prior experience working with a school district will be given preference. Formal education in management and/or project management will be given preference.

8. Technical Qualifications

The District has a large complex network. Therefore, the vendor must demonstrate breadth in technical expertise on staff. The following certified individuals and company certifications / specializations will be given preference (Include copies of authorizations and certificates)

- 3Com IP Telephony Specialization
- 3Com Enterprise LAN Specialization
- 3Com Certified Individual(s)
 - 3Com Certified Enterprise LAN Specialist or Expert
 - 3Com Certified Solutions Expert
 - 3Com Certified Wireless Specialist
 - 3Com Certified IP Telephony Specialist
- Novell Certified Individual(s)
 - Certified Novell Engineer (CNE)
- BICSI Certified Individual(s)
 - RCDD
- Cisco Certified Individual(s)
 - Cisco Certified Network Professional (CCNP)
 - Cisco Certified Network Associate (CCNA)
 - Cisco Certified Design Associate (CCDA)
 - Cisco Certified Internetwork Expert (CCIE)
- Microsoft Certified Individual(s)
 - Microsoft Certified Systems Engineer 2000 (MCSE)

Bid Evaluation

Each response will be reviewed prior to the selection process for completeness and adherence to format. A response will be considered complete if all requested sections are included in the proper order and properly completed. The company may also provide any and all recommendations for consideration such as installation, maintenance, support and design that is relevant to the total successful solution of the school district technology needs.

Evaluation Criteria:

1. Vendor's cost, including unit prices, labor rates, travel/trip charges, etc. (30%)
2. Vendor's overall capabilities based upon manufacturer authorizations and staff certifications.(25%)
3. Vendor's Financial Strength (20%)
4. Management Capabilities and Client References (25%)

Bid Schedule:

Bid Offered	Posted on RLUSD Web Page: www.rlusd.org
Bid closing	February 6, 2006 at 10:30am PST
Bid opening	Date of bid closing
Vendor Selection	Before 471 filing date
Award of Contract	Contingent upon funding from SLD

Basic Maintenance - Scope of work

The District is seeking basic maintenance support on all District E-Rate eligible equipment at up to 22 selected sites. Basic maintenance includes repair and upkeep of eligible hardware, wire and cable maintenance, basic technical support and configuration changes. Detailed accounting of hours will be required of the successful bidder for all services rendered under this contract. Bidders shall show unit costs for engineering support on an hourly basis. All expenses must be included in the unit/extended costs. It may be required that the selected bidder perform maintenance services after normal business hours. Unit costs shall take into account after hours work. The District will make no additional compensation to the selected vendor for these after-hour services.

Existing Systems

Rio Linda Union School District has 22 schools sites and 1 administrative site. The District has implemented a Wide Area Network (WAN) via T-1 Services to all sites and Gigabyte service to the Internet via the Sacramento County office of Education (ISP). The WAN links sites with the District Office. Each site has a Local Area Network (LAN) with Novell file servers and Wireless Access Points, Campus LAN's have a fiber backbone operating at Gigabyte speeds and 100-Base-T to the desktop. Each site has a 3Com NBX IP Telephony system.

Legal Form of Business Organization

The Business Organization shall check one of the following classifications which fits it's type of organization and furnish all information required under that classification:

☐ THE ORGANIZATION IS AN INDIVIDUAL

Individual Name _____

☐ THE ORGANIZATION IS AN INDIVIDUAL DOING BUSINESS UNDER A FIRM NAME

Firm Name _____

☐ THE ORGANIZATION IS A CO-PARTNERSHIP

The full name of all the partners

☒ THE ORGANIZATION IS A CORPORATION

Full Name of Corporation Marketware, Inc.

Incorporation is the state of California

How long in Business: 24 Years, Since 1982

NONCOLLUSION AFFIDAVIT TO BE EXECUTED
BY BIDDER AND SUBMITTED WITH BID

STATE OF CALIFORNIA)
County of Sacramento)SS

Richard Reece, after first being by me
duly sworn, declares that:

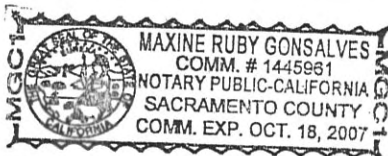
He or she is Vice President of Marketware, Inc the
party making the foregoing bid, that the bid is not made in the interest of, or on behalf of, any
undisclosed person, partnership, company, association, organization, or corporation; that the
bid is genuine and not collusive or sham; that the bidder has not directly or indirectly induced
or solicited any other bidder to put a false or sham bid, and has not directly or indirectly
colluded, conspired, connived, or agreed with any bidder or anyone else to put in a sham bid,
or that anyone shall refrain from bidding; that the bidder has not in any manner, directly or
indirectly, sought by agreement, communication, or conference with anyone to fix the bid
price of the bidder or any other bidder, or to fix any overhead, profit, or cost element of the
bid price, or of that of any other bidder, or to secure any advantage against the public body
awarding the contract of anyone interested in the proposed contract; that all statements
contained in the bid are true; and, further, that the bidder has not, directly or indirectly,
submitted his or her bid price or any breakdown thereof, or the contents thereof, or divulge
information or data relative thereof, or paid, and will not pay, any fee to any corporation, or
to any member or agent thereof to effectuate a collusive or sham bid.

Richard E. Reece
Signature of Bidder

Subscribed and sworn before me by Richard Reece
this 3rd day of February, 2006.

(SEAL)

Maxine Ruby Gonsalves
NOTARY PUBLIC
Notary Public



CONTRACT SERVICES PROPOSAL

BID # RLUSD-Y9-01

Date: 2/6/2006

TO THE BOARD OF TRUSTEES
RIO LINDA UNION SCHOOL DISTRICT
SACRAMENTO COUNTY, CALIFORNIA

Pursuant to your Notice to Vendors and in compliance with the Instructions to Vendors the undersigned having carefully examined the Bid Documents and hereby proposes and agrees to furnish any and all required maintenance agreement services as requested under this contract by the RIO LINDA UNION School District.

RIO LINDA UNION SCHOOL DISTRICT

Pricing Schedule

BID # RLUSD-Y9-01

Work Type	Hourly Rate
3Com IP Telephony Specialist	80.00
3Com Enterprise LAN Specialist	80.00
3Com Enterprise Wireless Specialist	55.00
Microsoft Certified Systems Engineer 2000 (MCSE)	55.00
Cisco CCDA/CCNA	65.00
Cisco CCNP	70.00
Cisco CCIE	85.00
Novell CNE	80.00
RCDD	55.00

Contract Services for Basic Maintenance
RIO LINDA UNION SCHOOL DISTRICT
BID # RLUSD-Y9-01

The undersigned hereby certifies that this Bid is genuine and not collusive, or made in the interest or behalf of any person not herein named.

Company Name Marketware Technologies

Service Provider
Information Number 143012276


Address 819 Striker Avenue Suite 16

City Sacramento

State / Zip Code CA 95834

Telephone / Fax (916) 925-3337 (916) 925-4877

Printed Name / Title Richard Reece Vice President

Signature 

Attention: Bids are not valid unless signed by the person making the bid.

Demonstrating Compliance with Program Rules

The Universal Service Administrative Company conducts audits of beneficiaries under the Schools & Libraries Program. Schools and Libraries "beneficiaries" can be recipients of service, applicants, or billed entities. They may assume more than one of these roles during the course of the application process. The following practices have been identified during beneficiary audits as being important for: (1) successful completion of the application process, (2) compliance with program rules during the period of service delivery and invoicing, and (3) the ability to demonstrate compliance with program rules in a beneficiary audit.

USAC urges beneficiaries to incorporate these practices in their participation in the Schools and Libraries Program.

1. Establish a Technology Plan using staff expertise or an outside technology expert. Update the plan on an ongoing basis. The plan should include, but not be limited to, the following:
 - Clear goals and a realistic strategy for achieving those goals
 - A professional development strategy to ensure that staff know how to use these new technologies to improve education or library services
 - An assessment of the telecommunications services, hardware, software, and other services that will be needed to improve education or library services
 - A detailed budget which supports the plan and features the acquisition and maintenance of equipment, staff training, and other needs addressed in the plan
 - Methods for evaluating the progress of the plan and for making changes or corrections to the strategy outlined in the original plan in response to new developments and opportunities including a description of the approval process for such changes and corrections
2. Designate a specific individual to be responsible for oversight of the application process in order to take accountability and responsibility to ensure that it is accurate and that the equipment and services are eligible for funding. Ideally, this person should also be the contact person listed on forms filed with USAC.
3. Maintain a file of the *Description of Services Requested and Certification Form* (Form 470) and the *Services Ordered and Certification Form* (Form 471) applications. This file should include, but not be limited to, the following:
 - A copy of the Form 470 application
 - A copy of the Form 471 application
 - Request For Proposal, if applicable
 - Copies of all bids
 - Documentation on the award process and the rationale for the bid award
 - Copies of all related contracts
 - Copies of all service provider invoices
 - Copy of the board resolution for any contract award
4. Maintain a log of all communications with USAC. This includes communication between USAC and any contact person who is not the responsible individual. Each entry should include the name of the person who placed the call, the time of the call, the name of the person who responded, and the substance of the communication.
5. Maintain an updated list or file of the status of all work, in order to monitor both the progress of the project and the expenditure of approved funds related to the project.
6. Maintain and update detailed asset registers (including make, model, serial number, and location) for all sites to facilitate the tracking of equipment purchased with USF support. In addition, diagrams that clearly show how equipment is actually connected and used should become part of the registers if those diagrams are available.
7. If the applicant seeks reimbursement via the *Billing Entity Applicant Reimbursement (BEAR) Form* (Form 472), review and approve the form to ensure that the work has been completed, that the service provider's bill has been paid in full, and that the reimbursement amount requested is correct.
8. Alternatively, if not filing Forms 472 for reimbursement, review the Quarterly Disbursement Report provided by the Schools and Libraries Program to ensure any payments to service providers are consistent with work actually performed and discounts provided on bills received.
9. Maintain a file for each Form 472 (BEAR) submitted to USAC. This file should contain a completed copy of the Form (including the signature of the service provider) and all supporting documentation.
10. Maintain a spreadsheet which tracks either the Form 472 (BEAR) requests for reimbursement or the discounts (in the form of discounts on bills, checks, or credits) provided by the service provider to ensure the committed amount on the FRN(s) has not been exceeded.
11. Verify - either through an approved internal process or by an independent third party-- that all work has been completed and that all equipment is operating properly.

Exhibit 11



Schools and Libraries Division

Notification of Commitment Adjustment Letter

Funding Year 2007: July 1, 2007 - June 30, 2008

December 10, 2012

Ruth Ann Hall
RIO LINDA UNION SCHOOL DISTRICT
627 L ST
RIO LINDA, CA 95673 3430

Re: Form 471 Application Number:	574902
Funding Year:	2007
Applicant's Form Identifier:	Maint-1
Billed Entity Number:	144578
FCC Registration Number:	0004513982
SPIN:	143012276
Service Provider Name:	Marketware Technologies
Service Provider Contact Person:	Richard Reece

Our routine review of Schools and Libraries Program (Program) funding commitments has revealed certain applications where funds were committed in violation of Program rules.

In order to be sure that no funds are used in violation of Program rules, the Universal Service Administrative Company (USAC) must now adjust your overall funding commitment. The purpose of this letter is to make the required adjustments to your funding commitment, and to give you an opportunity to appeal this decision. USAC has determined the applicant is responsible for all or some of the violations. Therefore, the applicant is responsible to repay all or some of the funds disbursed in error (if any).

This is NOT a bill. If recovery of disbursed funds is required, the next step in the recovery process is for USAC to issue you a Demand Payment Letter. The balance of the debt will be due within 30 days of that letter. Failure to pay the debt within 30 days from the date of the Demand Payment Letter could result in interest, late payment fees, administrative charges and implementation of the "Red Light Rule." The FCC's Red Light Rule requires USAC to dismiss pending FCC Form 471 applications if the entity responsible for paying the outstanding debt has not paid the debt, or otherwise made satisfactory arrangements to pay the debt within 30 days of the notice provided by USAC. For more information on the Red Light Rule, please see "Red Light Frequently Asked Questions (FAQs)" posted on the FCC website at http://www.fcc.gov/debt_collection/faq.html.

TO APPEAL THIS DECISION:

You have the option of filing an appeal with USAC or directly with the Federal Communications Commission (FCC).

If you wish to appeal the Commitment Adjustment Decision indicated in this letter to USAC your appeal must be received or postmarked within 60 days of the date of this letter. Failure to meet this requirement will result in automatic dismissal of your appeal. In your letter of appeal:

1. Include the name, address, telephone number, fax number, and email address (if available) for the person who can most readily discuss this appeal with us.
2. State outright that your letter is an appeal. Identify the date of the Notification of Commitment Adjustment Letter and the Funding Request Number(s) (FRN) you are appealing. Your letter of appeal must include the
 - Billed Entity Name,
 - Form 471 Application Number,
 - Billed Entity Number, and
 - FCC Registration Number (FCC RN) from the top of your letter.
3. When explaining your appeal, copy the language or text from the Notification of Commitment Adjustment Letter that is the subject of your appeal to allow USAC to more readily understand your appeal and respond appropriately. Please keep your letter to the point, and provide documentation to support your appeal. Be sure to keep a copy of your entire appeal including any correspondence and documentation.
4. If you are an applicant, please provide a copy of your appeal to the service provider(s) affected by USAC's decision. If you are a service provider, please provide a copy of your appeal to the applicant(s) affected by USAC's decision.
5. Provide an authorized signature on your letter of appeal.

To submit your appeal to us on paper, send your appeal to:

Letter of Appeal
Schools and Libraries Division - Correspondence Unit
100 S. Jefferson Rd.
P. O. Box 902
Whippany, NJ 07981

For more information on submitting an appeal to USAC, please see the "Appeals Procedure" posted on our website.

If you wish to appeal a decision in this letter to the FCC, you should refer to CC Docket No. 02-6 on the first page of your appeal to the FCC. Your appeal must be received by the FCC or postmarked within 60 days of the date of this letter. Failure to meet this requirement will result in automatic dismissal of your appeal. We strongly recommend that you use the electronic filing options described in the "Appeals Procedure" posted on our website. If you are submitting your appeal via United States Postal Service, send to: FCC, Office of the Secretary, 445 12th Street SW, Washington, DC 20554.

FUNDING COMMITMENT ADJUSTMENT REPORT

On the pages following this letter, we have provided a Funding Commitment Adjustment Report (Report) for the Form 471 application cited above. The enclosed Report includes the Funding Request Number(s) from your application for which adjustments are necessary. See the "Guide to USAC Letter Reports" posted at <http://usac.org/sl/tools/reference/guide-usac-letter-reports.aspx> for more information on each of the fields in the Report. USAC is also sending this information to your service provider(s) for informational purposes. If USAC has determined the service provider is also responsible for any rule violation on the FRN(s), a separate letter will be sent to the service provider detailing the necessary service provider action.

Note that if the Funds Disbursed to Date amount is less than the Adjusted Funding Commitment amount, USAC will continue to process properly filed invoices up to the Adjusted Funding Commitment amount. Review the Funding Commitment Adjustment Explanation in the attached Report for an explanation of the reduction to the commitment(s). Please ensure that any invoices that you or your service provider(s) submits to USAC are consistent with Program rules as indicated in the Funding Commitment Adjustment Explanation. If the Funds Disbursed to Date amount exceeds your Adjusted Funding Commitment amount, USAC will have to recover some or all of the disbursed funds. The Report explains the exact amount (if any) the applicant is responsible for repaying.

Schools and Libraries Division
Universal Services Administrative Company

cc: Richard Reece
Marketware Technologies

Funding Commitment Adjustment Report for
Form 471 Application Number: 574902

Funding Request Number:	1589372
Services Ordered:	INTERNAL CONNECTIONS MNT
SPIN:	143012276
Service Provider Name:	Marketware Technologies
Contract Number:	Y9-01-1
Billing Account Number:	NA
Site Identifier:	144578
Original Funding Commitment:	\$283,844.96
Commitment Adjustment Amount:	\$283,844.96
Adjusted Funding Commitment:	\$0.00
Funds Disbursed to Date	\$283,844.96
Funds to be Recovered from Applicant:	\$283,844.96
Funding Commitment Adjustment Explanation:	

After a thorough investigation, it has been determined that this funding commitment must be rescinded in full. During a review, it was determined that the applicant did not have a contract in place at the time of submission of the Form 471. This determination was based on the applicants statement that it was the practice of the District at that time to inform the prevailing vendor that the Award of the contract was contingent upon funding from the SLD. It was implied and understood by the vendor that the filing of the 471 was the intent to proceed once funding was approved. FCC rules require applicants to have a valid contract as defined by the applicants state procurement laws and regulations at the time they submit the Form 471. Since the applicant was unable to demonstrate that they had a contract in place at the time of submission of the Form 471 that meets the state laws definition of a valid contract, the commitment has been rescinded in full and USAC will seek recovery of any improperly disbursed funds from the applicant.

Exhibit 12

**Rio Linda Union High School District, BEN 144578, 471 AN 578905
FRN 1636144**

**Information Request Checklist, please complete and return with your responses
On the first page of each document you provide please write the corresponding FRN(s) the
document pertains to.**

Item #	Items to be returned to the E-Rate Reviewer	Document(s) Title & Corresponding FRN	Status								
1.	Signed & dated contracts and/or other agreements with service providers related to the Form(s) 471	FRN 1636144 P.O. # 084561, Product Summary, Contract, Vendor Quote	<input checked="" type="checkbox"/> Enclosed <input type="checkbox"/> N/A								
2	Request For Proposal (RFP) Please specify: Release date: 01/10/2007 Due date: 02/07/2007	FRN 1636144 Notice to Bidders.	<input checked="" type="checkbox"/> Enclosed <input type="checkbox"/> N/A								
3	All bid responses received for all Priority I & Priority II funding requests. If no bids were received for any FRN, please indicate so in writing. It may be helpful to include a chart as indicated below: <table border="1" style="margin-top: 10px;"> <thead> <tr> <th>Appl #</th><th>FRN #</th><th>#of bids received</th><th>Vendor selected</th></tr> </thead> <tbody> <tr> <td> </td><td> </td><td> </td><td> </td></tr> </tbody> </table>	Appl #	FRN #	#of bids received	Vendor selected					FRN 1636144 Only one bid was received: 1) Marketware Technologies Proposal dated 2/5/07. Marketware awarded bid.	<input checked="" type="checkbox"/> Enclosed <input type="checkbox"/> N/A
Appl #	FRN #	#of bids received	Vendor selected								
4	Vendor selection process description (created during the bidding process)	FRN 1636144 No matrix used because of single bid response.	<input type="checkbox"/> Enclosed <input checked="" type="checkbox"/> N/A								
5	Was a consultant used relating to the planning, implementation and support of your E-Rate funding requests? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If yes, provide a signed and dated Consultant Agreement(s) or Letter of Agency	FRN 1636144 No consultants used by Rio Linda Union School District.	<input type="checkbox"/> Enclosed <input checked="" type="checkbox"/> N/A								
6	Correspondence between the consultant/service provider and the school/library regarding the competitive bidding process and the application process	FRN 1636144 No correspondence available which pertains to this FRN.	<input type="checkbox"/> Enclosed <input checked="" type="checkbox"/> N/A								
7	Organizational Structure, such as organizational flow chart, reporting structure, etc.	FRN 1636144 Management Team – 2006/07.	<input checked="" type="checkbox"/> Enclosed <input type="checkbox"/> N/A								
8	Certification (include signature, title, and date).	FRN 1636144 See attached Certification for Rio Linda USD FRN's.	<input checked="" type="checkbox"/> Enclosed								

CERTIFICATION

I certify that I am authorized to make the representations set forth in the responses to the inquiry on behalf of **Twin Rivers Unified School District/Rio Linda Union School District** the entity represented on and responding to the inquiry, and am the most knowledgeable person with regard to the information set forth therein. I certify that the responses and supporting documentation to the inquiry are true and correct to the best of my knowledge, information and belief. I acknowledge that FCC rules provide that persons who have been convicted of criminal violations or held civilly liable for certain acts arising from their participation in the schools and libraries support mechanism are subject to suspension and debarment from the program. I acknowledge that false statements can be punished by fine or forfeiture under the Communications Act, 47 U.S.C. §§ 502, 503(b), or fine or imprisonment under Title 18 of the United States Code, 18 U.S.C. § 1001 and civil violations of the False Claims Act.

I declare under penalty of perjury that the foregoing is true and correct. Executed on 30th day of July, 2010 at North Highlands, California.

This certification applies to Rio Linda Union School District (BEN 144578) FRN's: 1589671, 1589372, 1636144, 1618069, and 1329056.

Signature



Date: July 30, 2010

Print Name: RUTH HALL

Title: Director, Purchasing Services

Employer: TWIN RIVERS UNIFIED SCHOOL DISTRICT

Telephone Number: 916-566-1725

Fax Number: 916-566-1792

Email Address: ruth.hall@twinriversusd.org

Address: 3222 Winona Way, Suite 200
North Highlands, CA 95660



RIO LINDA UNION SCHOOL DISTRICT

627 L STREET
RIO LINDA, CA 95673
916-991-1704 Fax 916-991-6759

MARKETWARE TECH
SACRAMENTO CA 95834

PURCHASE ORDER

FRN 1636144

PURCHASE ORDER # 084561

SHIP PREPAID TO:
RIO LINDA UNION SCHOOL DISTRICT
3200 HOWARD STREET BLDG. 354
MCCLELLAN, CA 95652
916-566-1618, FAX - 916-640-8159

Phone: (916) 925-3337 Fax: (916) 925-4877

DELIVERY 7:00 A.M. - 12 NOON & 1-3 PM

WARRANT NO.:

DATE MAILED:

DATE ISSUED:	ORIGINATED BY:	CHARGE TO:	REQ. NO.:	TERMS:	VENDOR CODE
03/28/2008	TECHNOLOGY	TECHNOLOGY	002712	NET	011718

QTY	UNIT	DESCRIPTION	UNIT PRICE	TOTAL
1	EACH	CISCO DIGITAL MEDIA SYSTEM @ 22 SITES, EQUIPMENT MATERIALS & LABOR PER E-RATE BID Y10-01 - 83% DISCOUNT (SEE ATTACHED)	765,626.62	765,626.62
		1) FUNDING REQUEST #1618069 FORM 471#578905 PER DISCOUNT AMOUNT [REDACTED] FUNDING COMMITMENT [REDACTED]	HARDWARE 772,382.04 641,077.09	SLD Billed + paid 6/22
		2) FUNDING REQUEST #1636144 FORM 471#578905 PRE DISCOUNT AMOUNT \$53,481.48 FUNDING COMMITMENT \$44,389.63	SMARTNET [REDACTED]	SLD Billed + paid 6/22
		3) NON E-RATE ELIGIBLE ITEMS \$48,849.15		
1	EACH	PROFESSIONAL SERVICES	49,750.00	49,750.00

RUTH ANN HALL, DIRECTOR OF PURCHASING

Authorized Agent:

SUBTOTAL 815,376.62

SALES TAX 59,336.06

The Purchase Order number must appear on all related correspondence, shipping papers, and invoices:

TOTAL 874,712.68

BUDGET CODE	ENCUMBRANCE	INVOICE NO.	P F	INVOICE AMT
01-0000-0-5600-282-0000-7200-000-000		49,750.00		
01-0000-0-4300-282-0000-7200-000-000		824,962.68		
		874,712.68		

VENDOR COPY

Product Summary FRN 1636144

Item 21 Attachment: **<21-Wireless Media>**

Applicant Name: **Rio Linda Union School District** Entity Number: **144578**
 Form 471 Identifier: **WAN** Form 471 Application #: **578905**
 Contact Person: **Ruth Ann Hall**
 Contact Person's Address: **627 L Street, Rio Linda, CA 95673**
 FCC Reg. No.: **0004513982**
 Category of Service: **Internal Connections**

Contract Number: **916-566-1725**
 Fax: **916-991-7248**
 E-Mail: **ruth.hall@rlusd.org**

Service Provider Name: **Marketware Technologies**
 Spin #: **143012276**

Products/Services to be provided and the associated costs:
Cisco Systems Digital Media System for 22 School Sites

Contract Pricing:

Total Project Price for 22 sites \$874,712.68
Materials Labor and Tax E-Rate Eligible **\$825,863.53**
 E-Rate Ineligible Items \$ 48,849.15

Entity No.	Entity Name	FCC Reg. No.
111426	Sierra View Elementary School	0012971370
111427	Holmes Elementary School	0012971495
111429	Village Elementary School	0012971578
111430	Allison Elementary School	0012971644
111433	Hillsdale Elementary School	0012971669
111436	Joyce Elementary School	0012971727
111438	Larchmont Elementary School	0012971750
111439	Kohler Elementary School	0012971792
111441	Aero Haven Elementary School	0012971818
111442	Oakdale Elementary School	0012971875
111443	Madison Elementary School	0012971909
111518	Orchard Elementary School	0012972006
111519	Westside Charter School	0012972121
111520	Rio Linda Elementary School	0012972196
111522	Vineland Elementary School	0012972212
111525	Dry Creek Elementary School	0012972287
111913	Pioneer Elementary School	0012972329
111917	Foothill Oaks Elem School	0012972386
111919	Frontier Elementary School	0012972451
111922	Woodridge Elementary School	0012972584
111924	Ridgepoint Elementary School	0012972626
144578	Rio Linda Union School District	0004513982
16037329	Regency Park Elementary	0014682272
16044570	Rio Linda Union School District – Educational Services	0015870207

CONTRACT SERVICES PROPOSAL

BID # RLUSD-Y10-01

Date: February 1, 2007

TO THE BOARD OF TRUSTEES

RIO LINDA UNION SCHOOL DISTRICT

SACRAMENTO, CALIFORNIA

Pursuant to your Notice to Vendors and in compliance with the Instructions to Vendors the undersigned having carefully examined the Bid Documents and hereby proposes and agrees to furnish any and all required services as requested under this contract by the Rio Linda Union School District.

Contract Services for
Rio Linda Union School District
BID # RLUSD-Y10-01

Company Name Marketware Technologies

Service Provider
Identification Number 143012276

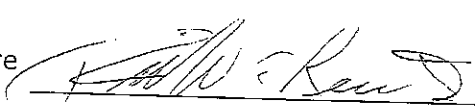
Address 3840 Rosin Ct., Suite 100

City Sacramento

State / Zip Code CA 95834

Telephone / Fax 916.925.3337

Printed Name / Title Richard Reece / Vice President

Signature 

Attention: Bids are not valid unless signed by the person making the bid.

Pricing Summary

Provide cost summary on this page, attach detailed cost including line item pricing for materials, equipment, labor and tax.

Equipment	\$ <u>720,755.02</u>
Materials	\$ <u>0.00</u>
Labor	\$ <u>49,250.00</u>
Sales Tax (7.75%)	\$ <u>55,858.51</u>
Project Total (eRate Eligible)	\$ <u>825,863.53</u>

eRate Ineligible Items

Equipment	\$ <u>44,871.60</u>
Labor	\$ <u>500.00</u>
Sales Tax (7.75%)	\$ <u>3,477.55</u>
Project Total (eRate ^{ln} Eligible)	\$ <u>48,849.15</u>

Project Net Cost after eRate Discount (80%) *574,712.68*
\$ 214,021.86

Vendor Quote

FRN 1636144



Qty	Part Number	Description	Unit Price	Total Price
eRate Eligible Item				
Central Core Equipment				
3	DMS-DME-1000	Cisco Encoder w/ Single Input, Single Processor, Portable	\$12,496.88	\$37,490.68
3	CON-SNT-DMSDME1	SMARTNET 8X5XNBD Cisco Encoder w/ Sngl Input Sngl Prtb	\$950.40	\$2,851.20
20	DMS-DME-2000	Cisco Encoder w/ Dual Input, Dual Processor, Studio Level	\$24,996.88	\$499,937.50
20	CON-SNT-DMSDME2	SMARTNET 8X5XNBD Cisco Encoder w/ Dual Input, Dual Proc	\$1,900.80	\$38,016.00
Content Distribution Mgr				
1	WAE-612-K9	Wide Area Application Engine 612, 2GB MEM, No HDD Incl.	\$6,875.00	\$6,875.00
1	CON-SNT-WAE612	SMARTNET 8X5XNBD Wide Area Application	\$655.78	\$655.78
Root Content Distribution Mgr				
1	WAE-7326-K9	Wide Area Application Engine 7326, 4GB MEM, No HDD Incl.	\$22,500.00	\$22,500.00
1	CON-SNT-WAE7326	SMARTNET 8X5XNBD Wide Area App Eng 7326	\$1,848.78	\$1,848.78
1	SF-CE-732X-TL-5.0	Multicast Client for ACNS 5 for CE/WAE 732X Models,	\$1,562.50	\$1,562.50
1	SF-WMSLIC-UNLIM	Unlimited Mbs Windows Media License for ACNS 5.5 or higher	\$3,750.00	\$3,750.00
School Site Equipment				
22	WAE-512-K9	Wide Area Application Engine 512, 1GB MEM, No HDD Incl.	\$3,250.00	\$71,500.00
22	CON-SNT-WAE512	SMARTNET 8X5XNBD Wide Area Application	\$285.12	\$6,272.64
22	SF-CE-51X-TL-5.0	Multicast Client for ACNS 5, CE/WAE-51X and NM-CE-8P, option	\$312.50	\$6,875.00
22	SF-WMSLIC-100M	100 Mbs Windows Media License for ACNS 5.5 or higher	\$937.50	\$20,625.00
Total (US Dollar) Equipment Sub-Total				\$720,755.02
Sales Tax				\$55,858.51
Professional Services				
15		Install & Configure DMS-2000	\$750.00	\$11,250.00
1		Install & Configure Wide Area Application Engine - Central Site	\$5,000.00	\$5,000.00
22		Install & Configure Wide Area Application Engine - School Site	\$1,500.00	\$33,000.00
Total Professional Services				\$49,250.00
Total eRate Eligible Items				\$825,863.53
Qty	Part Number	Description	Unit Price	Total Price
eRate Ineligible Items				
Central Core Equipment				
1	DMS-DMM3.5-7835-H1	Digital Media Mgr. Base V3.5 Perptl. SW Lic. for MCS-7835-H1	\$10,248.75	\$10,248.75
1	DMS-DMM3.5-VPE	Digital Media Mgr. V3.5 Video Portal Enabler Perptl. SW Lic.	\$2,998.75	\$2,998.75
1	DMS-VP3.5-7825-H2	Cisco Video Portal V3.5 Perptl. SW Lic. for MCS-7825-H2	\$8,998.75	\$8,998.75
1	DMS-VPR3.5	Cisco Video Portal Reports V3.5 Perptl. SW Lic.	\$1,498.75	\$1,498.75
1	MCS-7825-H2-DM21	HW Only MCS-7825-H2 w/ 2GB RAM and Two 30GB HD - Portal	\$1,750.00	\$1,750.00
1	CON-SNT-7825H2DM	SMARTNET 8X5XNBD HW Only MCS-7825-H2	\$184.80	\$184.80
1	MCS-7835-H1-DM21	HW Only MCS-7835-H1 w/ 2048MB RAM and Two 72GB SCSI HD - DMM	\$3,000.00	\$3,000.00
1	CON-SNT-7835H1DM	SMARTNET 8X5XNBD HW Only MCS-7835-H1	\$316.80	\$316.80
2	DISK-SAS-146GB	146 GB SAS Disk Drive for WAE-612	\$875.00	\$1,750.00
2	DISK-SCSI-300GB	300 GB SCSI Disk Drive for WAE-7326	\$1,562.50	\$3,125.00
22	DISK-SATA2-80GB	80 GB SATA-II Disk Drive for WAE-512	\$500.00	\$11,000.00
Equipment Sub-Total				\$44,871.60
Sales Tax				\$3,477.55
Professional Services				
1		Install & Configure Digital Media Manager Server & Software	\$500.00	\$500.00
Professional Services				\$500.00
Total NON-eRate Eligible Items				\$48,849.15
Professional Services Project Total				\$49,750.00
Equipment Project Total				\$765,626.62
Sales Tax Project Total				\$59,336.06
Project Total				\$874,712.68

RIO LINDA UNION SCHOOL DISTRICT

Rio Linda, California

E-Rate Year 10 Projects

NOTICE TO BIDDERS

Notice is hereby given that the Board of Trustees of the Rio Linda Union School District ("the Governing Board") will accept sealed bids in the Office of the Director of Purchasing, Rio Linda Union School District, 2041 I Street, Rio Linda, California 95673, for E-Rate Year 10 Projects.

♦ Y10-01 Cisco Digital Media System

Specifications are available on the District web page: www.rlusd.org, or by contacting the Office of Purchasing, 2041 I Street, Rio Linda, CA 95673.

All submitted quotes must provide at a minimum, all requested information in the quote document. Any portion not included will be cause for elimination from the proposal process. Each response will be reviewed to determine if it is complete prior to actual evaluation. The information shall be organized as indicated in the vendor requirements. Any portions of the submitted proposal, which are to be treated by the District as proprietary and confidential information, must be clearly marked as such.

Bidder must have acquired a Schools and Libraries Corporation SPIN number and be willing to comply with all regulations pertaining to the Universal Service Fund Criteria for E-Rate service providers.

Piggyback Extension of Services:

The Vendor agrees to allow the Rio Linda Union School District and other public agencies and school districts in the State of California to purchase additional items, at the same terms and conditions as this BID, during the period of time that this BID is in effect.

Districts and agencies may order additional quantities of service hours at the rate provided in the quote.

Any liability created by Purchase Orders issued against this agreement shall be the sole responsibility of the district or agency placing the order.

Prices and terms shall remain firm and in effect for 365 days following the award of this bid, unless otherwise specified.

Vendor shall provide Services and Equipment to these districts at the same prices and upon the same terms and conditions pursuant to Sections 20118 and 20562 of the California Public Contract Code.

The District is requesting that the selected vendor enter into a multi year contract with the option to extend the contract on an annual basis if determined to be in the best interest of the District. The contract shall begin on July 1, 2007 and can be extended on an annual basis for a maximum of 3 years at the sole discretion of the District.

Every bidder shall execute and submit with his or her bid a Noncollusion Affidavit in compliance with Section 7106 of the Public Contract.

The award of contract is contingent upon the award of funding from the Schools and Libraries Division (E-Rate) for fiscal year 2007-2008.

The Governing Board of the Rio Linda Union School District reserves the right to waive any irregularities in bids received, accept or reject any or all bids, and accept or reject any items thereon. No bid may be withdrawn for a period of thirty (30) days after the date on which bids are opened.



Bid FRN 1636144

February 5, 2007, 2007

To: Rio Linda Union School District
Re: Erate bid # RLUSD-Y10-01

Dear Rio Linda School District,

Marketware is pleased to submit our response to Erate bid # RLUSD-Y10-01. Marketware agrees and shall comply with all the terms set forth in this bid. Marketware has been servicing the public sector for over 21 years and we look forward to the potential of working with the Rio Linda Union School District.

Sincerely,

Richard Reece
Vice President
916-979-6932



*...ideas and technology
creating innovation...*



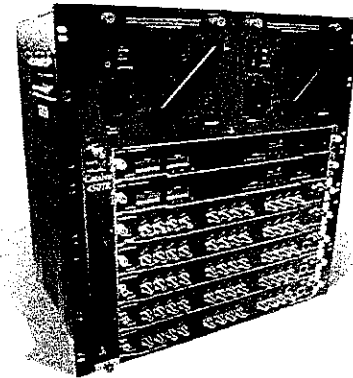
Company Overview



Company History

Marketware Technologies has been serving the IT community for almost a quarter of a century. In 1982, as a software-only retailer, the company began as Softwaire Centre International, a franchise subsidiary of Ashton-Tate Corporation, manufacturer of then dominant dBASE II database management software.

Early in our history, we focused on Sacramento's largest consumer of microcomputer products, agencies of the State of California. In 1989 the company won the State of California's Software Source contract. As the company grew, our understanding of government procurement practices and the public sector's unique microcomputer needs grew as well. The company began to expand its relationships to local agencies and educational institutions throughout California.



In 1993, in order to provide its clients with statewide on-site technical support and local representation, Softwaire Centre became a franchised branch of MicroAge of Tempe, Arizona and changed its name to Softwaire Centre/MicroAge and, subsequently, MicroAge of Sacramento. This relationship allowed us to leverage the buying power, vendor authorizations, and global support capabilities of a \$4 billion company while retaining financial independence and the flexibility of a locally controlled business.

In 2001, the company changed its name to Marketware Technologies leveraging the corporate registration of Marketware, Inc.

In maintaining a focus on serving state and local government agencies the company was an early participant in the California Multiple Award Schedule program developed in the early 1990s by the California Department of General Services (DGS). More recently, Marketware



Technologies became a provider under California's Master Rental Agreement (MRA) program allowing state and local government clients to lease computer equipment under very favorable terms of a full-support lease program. Between May 2000 and December 2001, Marketware Technologies invested in a response to the "California State Computer Store" ("CAL-Store") contract (RFP DGS 9014). A contract was awarded to Marketware Technologies as a result of this effort. The Cal-Store contract was recently replaced with contracts for the California Strategic Sourcing Initiative (CSSI). As of today, Marketware Technologies proudly supports a CSSI contract with the State of California.

We are very proud of our organizations longevity and success in servicing public sector organizations. Recently we expanded our organization with a division to service the needs of the private sector. Our long standing experience and understanding of Information Technology make us a logical choice for your organization, whether public or private!



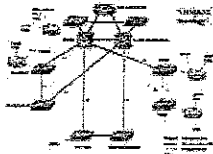
Capabilities

Our **Mission at Marketware Technologies** is committed to assuring that client organizations, public and private, achieve optimal value and productivity from publicly available resources, organization-wide internetworking infrastructure and business unit specific IT resources.

At Marketware, we view your network as an integral part of your business operations. Each piece of the network interacts with the other to form a synergistic operation.

Network Infrastructure

From the design, to construction and to the maintenance of your network, Marketware Technologies understands the network as an essential tool for your organization.



Network Security

Identifying, preventing, and adapting to threats from both internal and external sources is critical to the health of your organizations data network. Marketware Security Services are ready to help !



Product Sales

A key component to the success of your network is your choice of hardware and software. Marketware is consistently evaluating manufacturers to bring you the best of breed in todays crowded market.



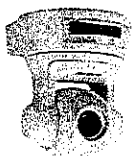
IP Telephony

VoIP technology allows your organization to extend consistent and scalable voice services throughout your organization while utilizing existing IP infrastructure.



IP Video Surveillance

The merging of video services onto your IP network is a logical step in consolidating the flow of sensitive information for your organization. Allow Marketware to demonstrate the latest in IP based video services.



Wireless

Extending secure wireless services to your IP network is a key step to improving employee productivity. Whether in building or building to building, Marketware is your logical choice!.





Certifications

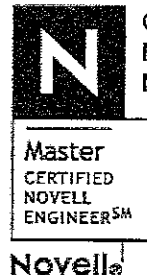
As technology is ever changing, so do our certifications. At Marketware, we are committed to the ongoing education of our technical and sales staff. Below are listings of some of the key certifications and qualifications Marketware possesses.



Cisco Certified Voice Professional (CCVP)
Cisco Certified Internetwork Expert (CCIE)
Cisco Certified Network Associate (CCNA)
Cisco Certified Design Associate (CCDA)
Cisco Certified Network Professional (CCNP)
Cisco Sales Expert (CSE)
CQS-Cisco Unity
CQS-Cisco IPT Design Specialist
CQS-Cisco Wireless LAN Design

Microsoft

Microsoft Certified System Engineer (MCSE)
Microsoft Certified Database Administrator (MCDBA)
Microsoft Certified Professional (MCP)



Certified Novell Engineer
Master CNE
Novell Gold Partner



CompTIA Server +



MOTOROLA

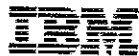
Authorized Canopy Solutions Provider (ACSP)





Manufacturer Relationships

Over the course of 24 years, Marketware has developed the skills necessary to pick the leaders in today's crowded IT product marketplace. Knowledge of evolving technology and products trends are essential to delivering solutions that are current with today's dynamic network environments. Our integral relationships with the leading manufacturers of personal computers, servers, network infrastructure, IP Telephony, security, storage networking, wireless communications, and video surveillance products gives you the confidence that the products we represent are the best of breed. Our sales staff, system engineers and field engineers maintain an ongoing and rigorous education schedule to keep abreast of industry knowledge. Below is a sampling of some of the manufacturer's we can bring to our solutions.





Current Public Sector Contracts

California Strategic Sourcing Initiative (CSSI)

Contract Number: 1S-05-70-03

Effective Dates: 11/4/2005 through 11/3/2007

Description: This contract allows State and local agencies the ability to purchase Dell servers and related Dell equipment at significant discounts. For detailed information on use of this contract, please call us at 800-870-3337

California Multiple Awards Schedules (CMAS)

Contract Number: 3-04-70-0026AW SUPPLEMENT #: E

Effective Dates: 0/20/2004 - 10/31/2009

Description: This CMAS contract allows State, Counties, Cities, Educational Institutes and special districts to purchase the following equipment



Adobe
IBM
Network-SYS
Software

Apple Computer
Microsoft
PC-Component
Storage Device

Hewlett Packard
LAN-System
Printer
WAN System

Contract Number: 3-05-70-0026AX

Effective Dates: 07/28/2005 - 08/31/2007

Description: This CMAS contract allows State, Counties, Cities, Educational Institutes and special districts to purchase the following equipment



Hewlett Packard
PC-Notebook
Printer Supplies
Service - Hardware Repair

PC-Assesory
PC-System
Service -Hardware Installation
Storage-Device

PC-Desktop
Printer
Service - Hardware Maint.
Workstation-System

Contract Number: 3-06-70-0026AZ

Effective Dates: 07/28/2006 - 06/30/2007

Description: This CMAS contract allows State, Counties, Cities, Educational Institutes and special districts to purchase the following equipment



Dell
PC-Notebook
Service-Hardware Repair

PC-Assesory
PC-System
Software

PC-Monitor
Printer



Current Public Sector Contracts (cont.)

California Multiple Awards Schedules (CMAS)

Contract Number: 3-06-70-0026BA

Effective Dates: 03/21/2006 - 06/30/2007

Description: This CMAS contract allows State, Counties, Cities, Educational Institutes and special districts to purchase the following equipment



Cisco	Data Commun-Component	Data Commun-Equipment
EDP-Hardware	LAN-Component	LAN-System
Network-Component	Network-Sys	Voice Mail-System
Voice-IVR Systems	WAN Component	WAN-System

Contract Number: 3-95-70-0026E

Effective Dates: 01/21/2000 - 06/30/2007

Description: This CMAS contract allows State, Counties, Cities, Educational Institutes and special districts to purchase the following equipment



3Com	American Power (APC)	Apple Computer
Cisco	Compaq	Hewlett Packard
IBM	Lexmark	Sun Microsystems
Toshiba	Viewsonic	Xerox

Software Licensing Program (SLP)

Marketware Technologies maintains SLP contracts for the provision and warranty of software, software maintenance, and technical support. The contracts are available for use by State of California departments and any city, county, special district, educational agency, local government body or corporation empowered to expend public funds. While the state makes this contract available, each local agency should make its own determination whether the SLP is consistent with their procurement policies and regulations. SLP contracts are awarded and administered by the State of California, Department of General Services, Procurement Division.

SLP contracts are based on software licensing agreements that have been negotiated by the State with the respective software manufacturer. Software covered under their associated contracts include:



Corel
Contract number: SLP-03-70-0015A



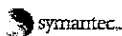
Filemaker
Contract number: SLP-05-70-0015G



Adobe
Contract number: SLP-03-70-0015B



Attachmate
Contract number: SLP-05-70-0015E



Symantec
Contract Number SLP-04-70-0015C



Novell
Contract number: SLP-05-70-0015F



Microsoft
Contract number: SLP-05-70-0013H



Guardian Edge
Contract number: SLP-06-70-0015H



Current Public Sector Contracts (cont.)

Ed Tech K-12 Voucher Program



California Department of
EDUCATION

Marketware Technologies is proud to be an approved vendor participating in the K-12 technology voucher program. The Education Technology K-12 Voucher Program resulted from the Settlement Agreement between

California consumers and Microsoft Corporation in *Microsoft Cases*, J.C.C.P. No. 4106, Superior Court of California, County of San Francisco, Department 305. A separate fund (termed "cy pres fund") was established with 66 2/3 percent of the difference between the Face Value Amount of the Settlement (\$1.1 billion) and the amount of issued Consumer Vouchers. The cy pres fund amount, in the form of vouchers, will be offered to eligible schools through a district grant process.

The vouchers made available through this Settlement Agreement are to be used to assist districts with implementing and supporting education technology that fosters effective teaching and promotes student achievement in eligible schools that serve students in grades kindergarten through twelfth grade. For detailed program description see <http://www.cde.ca.gov/ls/et/st/voucher.asp> or call your Marketware account manager.

E- Rate Program



Marketware has been participating in USAC's "E-Rate" program for some time now. The Schools and Libraries Program of the Universal Service Fund, commonly known as "E-Rate," is administered by the Universal Service Administrative Company (USAC) under the direction of the Federal Communications Commission (FCC), and provides discounts to assist most

schools and libraries in the United States to obtain affordable telecommunications and Internet access. It is one of four support programs funded through a Universal Service fee charged to companies that provide interstate and/or international telecommunications services

Marketware Technologies SPIN number: 143012276



Contact Information

Marketware Technologies

3840 Rosin Court, Ste 100

Sacramento, CA 95834

Phone: 916-925-3337

Toll-free: 800-870-3337

Fax: 916-925-4877

Email: info@marketwareinc.com

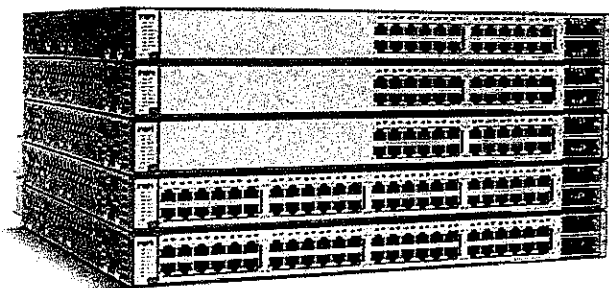
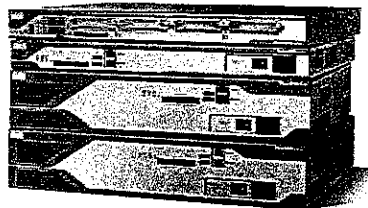


Sales Contacts

Mark Katzmann 800-870-3337 x 6927
916-979-6927
mark.katzmann@marketwareinc.com

Erik Vik 800-870-3337 x 6936
916-979-6936
erik.vik@marketwareinc.com

Richard Reece 800-870-3337 x 6932
916-979-6932
richard.reece@marketwareinc.com



Network Infrastructure - IP Telephony - Security - Wireless - IP Video

For a complete listing of products and in depth explanations of our service offerings, we invite you to visit us at www.marketwareinc.com or call 800-870-3337



CISCO PREMIER CERTIFIED PARTNER

Marketware Technologies, Inc

USA

January 2006–December 2006



Department of General Services
Procurement Division
707 Third Street, 2nd Floor
West Sacramento, CA 95605-2811

State of California
MULTIPLE AWARD SCHEDULE
SUPPLEMENT NO. 8
Marketware, Inc.
dba
Marketware Technologies

3-95-70-0026E - Brand-3Com
Brand-American Power Conversion
Brand-Apple
Brand-Cisco
Brand-Compaq
Brand-Hewlett Packard
Brand-IBM
Brand-Lexmark
Brand-Sun Microsystems
Brand-Toshiba
Brand-Viewsonic
Brand-Xerox

(Above descriptions for marketing purposes only. Review contract for products/services available.)

CONTRACT NUMBER: 3-95-70-0026E

CMAS TERM DATES: 1/21/2000 through 6/30/2007

DISTRIBUTION: STATEWIDE

CMAS Schedule E – Based on GSA #GS-35F-4120D (GTSI)

The purpose of this supplement is to renew this contract through 6/30/2007. In addition, this supplement replaces in its entirety Marketware Technologies' existing California Multiple Award Schedule (CMAS) which expired on 6/30/2002. The most current contract provisions, ordering instructions, policies, CMAS terms and conditions, and products/services and pricing applicable to this CMAS contract are incorporated herein.

DAWN FORD, Program Analyst, California Multiple Award Schedules Unit

Effective Date: **7/1/2002**

ATTACHMENT C

PROFESSIONAL SERVICES

JOB CATEGORIES

NON-INFORMATION TECHNOLOGY SERVICES ARE NOT AVAILABLE UNDER THIS CMAS CONTRACT.

Project Manager	Senior Network Engineer
Project Management	Senior Systems Engineer
Help Desk Support-L1	Cisco Certified Internetwork Expert (CCIE)
Help Desk Support-L2	Cisco Certified Network Associate (CCNA)
Help Desk Support-L3	Cisco Certified Network Professional (CCNP)
Help Desk Support-L4	Comm Hardware Specialist
LAN Mgt. Support-L1	Application Engineer
LAN Mgt. Support-L2	Applications Programmer
LAN Mgt. Support-L3	Configuration Management Specialist
Basic Hardware Support-L1	Communications Network Manager
Basic Hardware Support-L2	Computer Programmer I
Basic Hardware Support-L3	Computer Programmer II
Basic Hardware Support-L4	Computer Programmer III
Continuous Training Support-L1	Computer Programmer IV
Continuous Training Support-L2	Communications Specialist
Continuous Training Support-L3	Computer Systems Analyst I
IT Planning-L1	Computer Systems Analyst II
IT Planning-L2	Computer Systems Analyst III
Assessment & Evaluation-L1	Clerk Typist
Assessment & Evaluation-L2	Database Analyst
Assessment & Evaluation-L3	Documentation Clerk
Database Administrator	Data Entry Clerk
Senior Developer/Analyst	Documentation Specialist
Senior Database Administrator	Electronic Publishing Specialist
Consulting Engineer	Graphic Artist
Enterprise Consulting Engineer	Help Desk Manager
Network Engineer	Help Desk Specialist
Systems Engineer	Hardware Installation Technician
Senior Enterprise Engineer	

ATTACHMENT C

PROFESSIONAL SERVICES

JOB CATEGORIES

NON-INFORMATION TECHNOLOGY SERVICES ARE NOT AVAILABLE UNDER THIS CMAS CONTRACT.

Hardware Specialist	Enterprise Application System/Database Administrator II
Information Systems Engineer	Enterprise Application System/Database Administrator III
Junior Engineer	Functional Enterprise Application Specialist I
Lead Network Technician	Functional Enterprise Application Specialist II
Network Administrator	Functional Enterprise Application Specialist III
Network Draftsman	Functional Enterprise Application Specialist IV
Network Installation Technician	Technical Enterprise Application Specialist I
Performance Analyst	Technical Enterprise Application Specialist II
Program Admin Specialist	Technical Enterprise Application Specialist III
Project Control Analyst	Technical Enterprise Application Specialist IV
Quality Assurance Manager	Junior Engineer
Quality Assurance Specialist	
System Administrator	
Senior Application Engineer	
Senior Database Manager	
Senior Management Analyst	
Systems Operator	
Software Systems Specialist	
Senior Test Engineer	
Test Engineer	
Technical Editor	
Trainer	
Training Specialist	
Technical Writer	
Administrative Assistant	
Senior Computer Systems Analyst	
Software Engineer	
Enterprise Application System/Database Administrator I	



CISCO CAREER CERTIFICATIONS

Vincent Pletcher

HAS SUCCESSFULLY COMPLETED THE
CISCO CAREER CERTIFICATIONS TEST REQUIREMENTS
AND IS RECOGNIZED AS A

Cisco Unified Communications Design Specialist — CS-CUDS

VALID THROUGH: January 22, 2009
Cisco ID# CSC010864412



Validate this certificate's authenticity at
www.cisco.com/go/verifycertificate
Certificate Verification No. 391125695904ANVN

John J. Chambers

John Chambers
President and CEO
Cisco Systems, Inc.

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CISCO CAREER CERTIFICATIONS

Vincent Pletcher

HAS SUCCESSFULLY COMPLETED THE
CISCO CAREER CERTIFICATIONS TEST REQUIREMENTS
AND IS RECOGNIZED AS A

Cisco Foundation Express Field Specialist — CS-CFEFS

VALID THROUGH: January 12, 2009
CISCO ID# CSCO10864412



Validate this certificate's authenticity at
www.cisco.com/go/verifycertificate
Certificate Verification No. 391034724700DKDK

John J. Chambers

John Chambers
President and CEO
Cisco Systems, Inc.

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CISCO CAREER CERTIFICATIONS

Eric Johnson

HAS SUCCESSFULLY COMPLETED THE
CISCO CAREER CERTIFICATIONS TEST REQUIREMENTS
AND IS RECOGNIZED AS A

Cisco Certified Network Associate — CCNA

VALID THROUGH October 12, 2008
CISCO ID# CSC010968875



Validate this certificate's authenticity at
www.cisco.com/go/verifycertificate
Certificate Verification No. 386484724615HSDN

John J. Chambers
John Chambers
President and CEO
Cisco Systems, Inc.

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999623
1025



Glen Spaulding

CISCO

HAS COMPLETED ALL REQUIRED STEPS
AND HAS BEEN RECERTIFIED AS A

CISCO CERTIFIED
INTERNETWORK EXPERT

CERTIFIED

INTERNETWORK

A handwritten signature in black ink, appearing to read "Glen Spaulding".

EXPERT

ADMINISTRATOR

VALID THROUGH

CCIE No. 2925

January 1, 2002



Glen Spaulding

Name

has achieved

CISCO CERTIFIED DESIGN ASSOCIATE

Glen Spaulding

Technical Readiness Program Manager

1/22/98

Date



eRate Bid
Cisco Digital Media System
BID # RLUSD-Y10-01

RIO LINDA UNION SCHOOL DISTRICT
627 L STREET
RIO LINDA, CA 95673

eRate Cisco Digital Media System

BID # RLUSD-Y10-01

NOTICE TO BIDDERS

Request

The Rio Linda Union School District is requesting bids from Cisco Premier Authorized Vendors for a Cisco Digital Media System. **All** services must be provided solely by a single vendor. The district will **NOT** expect used or refurbished equipment. This contract will cover up to (22) of the District's school sites. Vendors will be required to complete the "Pricing Schedule" (Form Provided) and is required to attached a detailed solution description including proposed equipment list. Rio Linda Union School District reserves the right to seek eRate funding for individual sites.

Pricing must be valid for District purchases prior to eRate funding (July 1, 2007). Rio Linda Union School District may elect to purchase items proposed in any quantity anytime after the award of the contract through June 30, 2010.

The **Rio Linda Union School District** will accept sealed bids in the office of the **Director of Purchasing, 2041 I Street, Rio Linda, CA 95673, on or before 10:30 a.m. PST, February 5, 2007**. If the chosen vendor/bidder refuses or is unable to meet the terms set forth by the Rio Linda Union School District, the Board of Trustees will reject the bid and the award may be given to the next lowest qualified bidder.

The award of contract is contingent upon the award of funding from the Schools and Libraries Division (eRate) for fiscal year 2007-2008.

Project Description

The District is seeking a "Turn-Key" solutions based on Cisco Systems Digital Media System (VPBX) for 22 School sites. The system will be used to provide digital content to classrooms for distance learning, one-to-many teaching and video aggregation for Internet based VoD content (i.e. United Streaming). The system must provide both live video stream and store and watch options. The following features must be provided in the solution offered:

- 40 (Fixed) Video Input feeds
- 3 (mobile) Video Input feeds
- Support for a minimum of 1000 simultaneous multicast streams.
- Video caching capabilities that support Cable TV, VCR, DVD and Internet source feeds
- Remote viewing access capabilities (i.e. Off-campus viewing for shut-in students via Web Interface)
- Local school site caching capabilities
- Central web portal for both administrative access and student content viewing
- Centralized content management

INSTRUCTIONS TO BIDDERS

Vendor Requirements

All companies participating in this bid must meet or exceed all minimum qualification requirements.

All submitted quotes must provide at a minimum, all requested information in this quote document. **Any portion not included will be cause for elimination from the proposal process.** Each response will be reviewed to determine if it is complete prior to actual evaluation. The information shall be organized as indicated in the vendor requirements. Any portions of the submitted proposal, which are to be treated by the District as proprietary and confidential information, must be clearly marked as such. Bidder must have acquired, prior to bid date a Schools and Libraries Corporation SPIN number and be willing to comply with all regulations pertaining to the Universal Service Fund Criteria for eRate service providers.

The District reserves the right to accept or reject all proposals when the rejection is in the best interest of the District. The District reserves the right to award without further discussion. Rio Linda Union School District reserves the right to eliminate from further consideration any response, which is deemed to be substantially or materially unresponsive to the requests for information, contained in this section. The bidder is required to submit all the information in this section to be considered for bid evaluation and award of contract.

1. CMAS

Vendors must submit all approved Multiple Award Schedules that are required for this project. The following California or Multi-State award schedules must be held by the vendor:

- Multiple Award Schedule for Cisco Systems Equipment

2. References

Vendors must include three references; preference will be given to California School District references.

District / Company Name:	Rio Linda Union School District
Address:	627 L Street, Rio Linda CA
Contact Person:	John Baggett
Phone:	916-566-1749
Email:	John.baggett@riusd.org
District / Company Name:	Aldar Academy
Address:	4436 Engle Rd., Sacramento, CA
Contact Person:	Ed Noskowski

Phone:	(916) 485-9685
Email:	ed@aldaracademy.org
District / Company Name:	Marysville JUSD
Address:	1919 B St., Marysville, CA 95901
Contact Person:	bwilliams@mjUSD.k12.ca.us
Phone:	(530) 749-6103
Email:	bwilliams@mjUSD.k12.ca.us

3. Unit Rates

Provide unit rates for the Cisco equipment & support services on "Pricing Schedule" (Form Provided).

4. Piggyback Extension of Services

The Vendor agrees to allow the Rio Linda Union School District and other public agencies and school districts in the State of California to purchase additional items, at the same terms and conditions as this BID, during the period of time that this BID is in effect.

Districts and agencies may order additional quantities of items at the rate provided in the quote.

Any liability created by Purchase Orders issued against this agreement shall be the sole responsibility of the district or agency placing the order.

Prices and terms shall remain firm and in effect for 365 days following the award of this bid, unless otherwise specified.

Vendor shall provide to these districts at the same prices and upon the same terms and conditions pursuant to Sections 20118 and 20562 of the California Public Contract Code.

5. Contract Extension

The District is requesting that the selected vendor enter into a multi year contract for eRate eligible Cisco digital media system with the option to extend the contract on an annual basis if determined to be in the best interest of the District. The contract shall begin on July 1, 2007 and can be extended on an annual basis for a maximum of 5 years at the sole discretion of the District.

6. Technical Experience

Provide a detailed description of your experience and expertise in video analog to digital conversion applications, CODEX and transport of video over an IP network. Describe your company's ability to perform the work requested.

7. Executive Summary

The executive summary must include a brief history of the Vendor's background and experience relevant to the objectives and questions in this RFP.

8. Vendor Information

Vendors must submit evidence of qualifications as indicated below. Rio Linda Union School District will consider financial, technical and other qualifications or abilities of the Vendors.

- o Company size and history, to include an organizational chart and organization type (i.e., sole proprietor, partnership, corporation, etc.)
- o Provide names, title, phone number and a brief resume of each individual who will be assigned to this project.
- o Please do not include an assortment of brochures in lieu of the specific information requested above.
- o Please provide copies of your standard purchase agreement and standard maintenance agreement if available.

9. Project Management

Project management provides direction and control of project personnel and a framework for project communications, reporting, procedural and/or contractual activity.

Prior to the start of this project the vendor will designate, in writing, a person who will be your Project Manager and point of contact. All communication will be addressed to the Project Manager who has the authority to act for you in all aspects of the Statement of Work. The Project Manager will perform the following duties:

- Be the primary interface between the Rio Linda Union School District Project Manager and your organization
- Administer project change control with our Project Manager;
- Arrange reasonable and safe access to the project site for project personnel, as required
- Resolve project issues and escalate issues within your organizations required
- Obtain and provide project requirements, data, decisions, and approvals

10. Client Service/Technical Support

Vendor is responsible for providing technical support to Rio Linda Union School District's technical staff for a period of one year. On site response time must be less than 8 hours, phone response time less than 2 hours. The vendor is responsible to provide (at no cost) a web based trouble ticket system that has auto escalation capabilities. The vendor is responsible to provide monthly reports to the District with detailed case history as well as summary information.

Bid Evaluation

Each response will be reviewed prior to the selection process for completeness and adherence to format. A response will be considered complete if all requested

sections are included in the proper order and properly completed. The company may also provide any and all recommendations for consideration such as installation, maintenance, support and design that is relevant to the total successful solution of the school district's technology needs.

Evaluation Criteria:

1. Most Cost Effective Proposal for Services Requested, including unit prices, labor rates, travel/trip charges, etc. (30%)
2. Technical approach including experience and background qualifications. (20%)
3. Client references. (30%)
4. Proposal preparation and responsiveness to the project requirements (20%)

Bid Schedule

Bid Offered	Posted on RLUSD Web Page: www.rlusd.org
Bid closing	February 5, 2007 at 10:30am PST
Bid opening	Date of bid closing
Vendor Selection	Before 471 filing date
Award of Contract	Contingent upon funding from SLD

Legal Form of Business Organization

The Business Organization shall check one of the following classifications which fits its type of organization and furnish all information required under that classification:

☐ THE ORGANIZATION IS AN INDIVIDUAL

Individual Name _____

☐ THE ORGANIZATION IS AN INDIVIDUAL DOING BUSINESS UNDER A FIRM NAME

Firm Name _____

☐ THE ORGANIZATION IS A CO-PARTNERSHIP

The full name of all the partners

[**X**] THE ORGANIZATION IS A CORPORATION

Full Name of Corporation **Marketware Technologies, Inc.**

Incorporation is the state of **California**

How long in Business: **24 Years**

CONTRACT SERVICES PROPOSAL

BID # RLUSD-Y10-01

Date: February 1, 2007

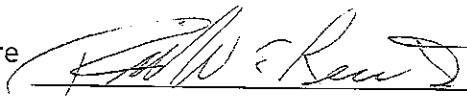
TO THE BOARD OF TRUSTEES

RIO LINDA UNION SCHOOL DISTRICT

SACRAMENTO, CALIFORNIA

Pursuant to your Notice to Vendors and in compliance with the Instructions to Vendors the undersigned having carefully examined the Bid Documents and hereby proposes and agrees to furnish any and all required services as requested under this contract by the Rio Linda Union School District.

Contract Services for
Rio Linda Union School District
BID # RLUSD-Y10-01

Company Name	<u>Marketware Technologies</u>
Service Provider Identification Number	<u>143012276</u>
Address	<u>3840 Rosin Ct., Suite 100</u>
City	<u>Sacramento</u>
State / Zip Code	<u>CA 95834</u>
Telephone / Fax	<u>916.925.3337</u>
Printed Name / Title	<u>Richard Reece / Vice President</u>
Signature	<u></u>

Attention: Bids are not valid unless signed by the person making the bid.

Pricing Summary

Provide cost summary on this page, attach detailed cost including line item pricing for materials, equipment, labor and tax.

Equipment	\$ <u>720,755.02</u>
Materials	\$ <u>0.00</u>
Labor	\$ <u>49,250.00</u>
Sales Tax (7.75%)	\$ <u>55,858.51</u>
Project Total (eRate Eligible)	\$ <u>825,863.53</u>

eRate Ineligible Items

Equipment	\$ <u>44,871.60</u>
Labor	\$ <u>500.00</u>
Sales Tax (7.75%)	\$ <u>3,477.55</u>
Project Total (eRate ⁱⁿEligible)	\$ <u>48,849.15</u>

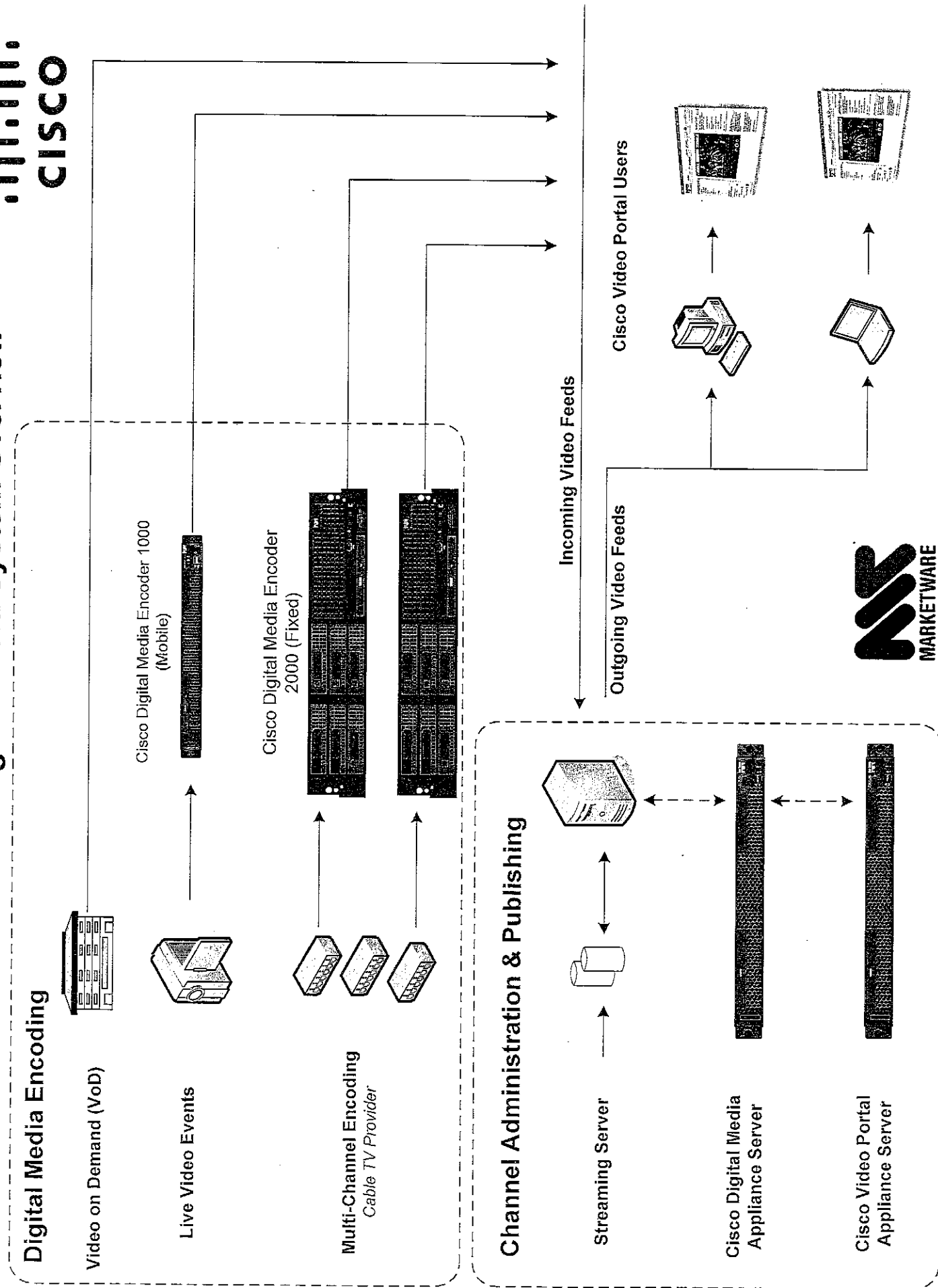
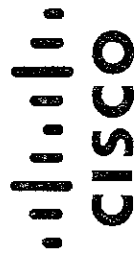
Project Net Cost after eRate Discount (80%) \$ 214,021.86

874,712.68

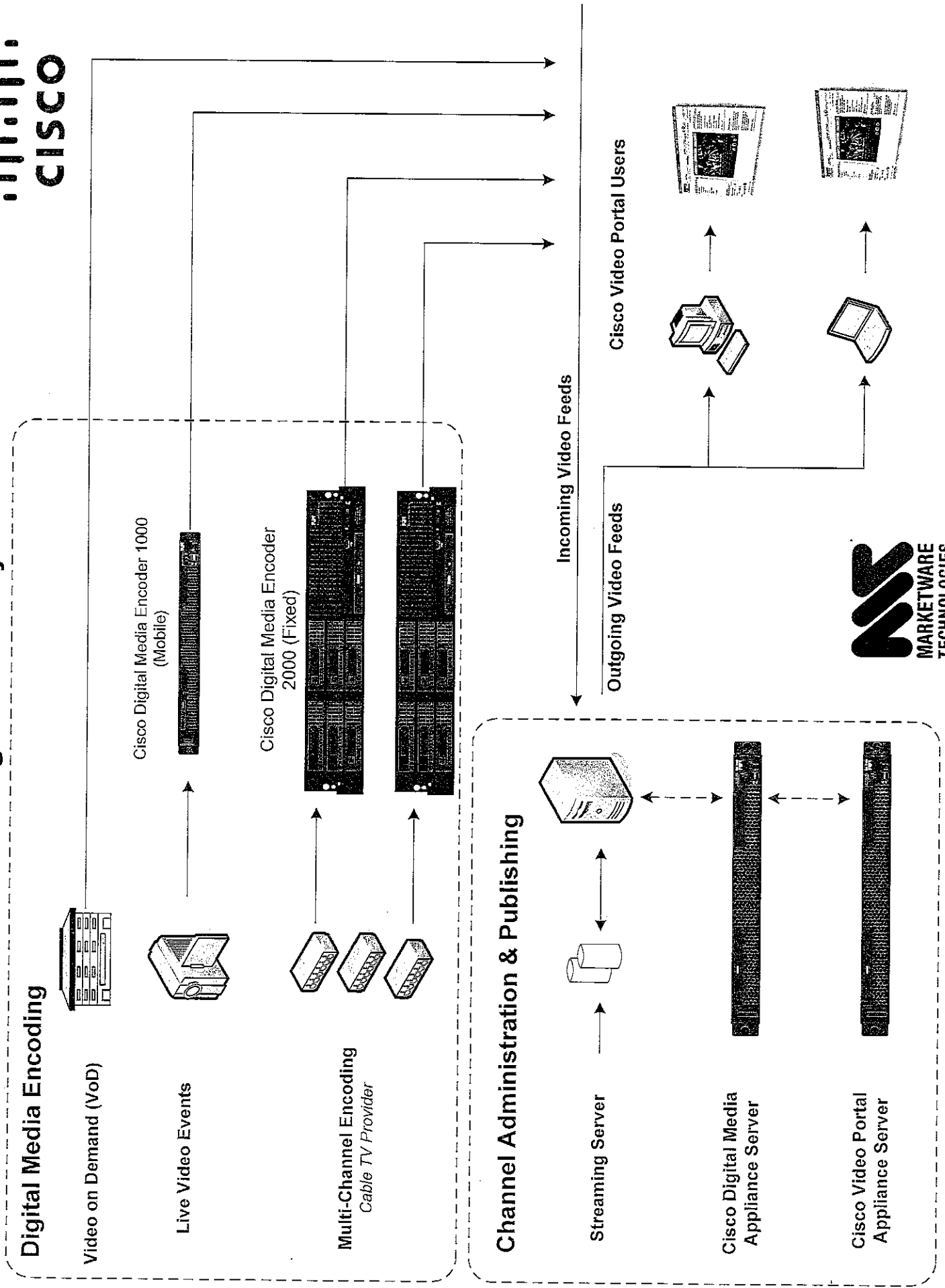
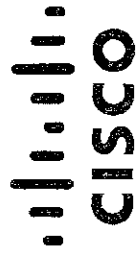


Qty	Part Number	Description	Unit Price	Total Price
eRate Eligible Item				
Central Core Equipment				
3	DMS-DME-1000	Cisco Encoder w/ Single Input, Single Processor, Portable	\$12,496.88	\$37,490.63
3	CON-SNT-DMSDME1	SMARTNET 8X5XNBD Cisco Encoder w/ Sngl Input Sngl Prtbo	\$950.40	\$2,851.20
20	DMS-DME-2000	Cisco Encoder w/ Dual Input, Dual Processor, Studio Level	\$24,996.88	\$499,937.50
20	CON-SNT-DMSDME2	SMARTNET 8X5XNBD Cisco Encoder w/ Dual Input, Dual Proc	\$1,900.80	\$38,016.00
Content Distribution Mgr				
1	WAE-612-K9	Wide Area Application Engine 612, 2GB MEM, No HDD Incl.	\$6,875.00	\$6,875.00
1	CON-SNT-WAE612	SMARTNET 8X5XNBD Wide Area Application	\$655.78	\$655.78
Root Content Distribution Mgr				
1	WAE-7326-K9	Wide Area Application Engine 7326, 4GB MEM, No HDD Incl.	\$22,500.00	\$22,500.00
1	CON-SNT-WAE7326	SMARTNET 8X5XNBD Wide Area App Eng 7326	\$1,843.78	\$1,843.78
1	SF-CE-732X-TL-5.0	Multicast Client for ACNS 5 for CE/WAE 732X Models,	\$1,562.50	\$1,562.50
1	SF-WMSLIC-UNUM	Unlimited Mbs Windows Media License for ACNS 5.5 or higher	\$3,750.00	\$3,750.00
School Site Equipment				
22	WAE-512-K9	Wide Area Application Engine 512, 1GB MEM, No HDD Incl.	\$3,250.00	\$71,500.00
22	CON-SNT-WAE512	SMARTNET 8X5XNBD Wide Area Application	\$285.12	\$6,272.64
22	SF-CE-51X-TL-5.0	Multicast Client for ACNS 5, CE/WAE-51X and NM-CE-BP, option	\$312.50	\$6,875.00
22	SF-WMSLIC-100M	100 Mbs Windows Media License for ACNS 5.5 or higher	\$937.50	\$20,625.00
Total (US Dollar) ment Sub-Total				\$720,755.02
Sales Tax				\$55,858.51
Professional Services				
15		Install & Configure DMS-2000	\$750.00	\$11,250.00
1		Install & Configure Wide Area Application Engine - Central Site	\$5,000.00	\$5,000.00
22		Install & Configure Wide Area Application Engine - School Site	\$1,500.00	\$33,000.00
Total Professional Services				\$49,250.00
Total eRate Eligible Items				\$825,863.53
Qty	Part Number	Description	Unit Price	Total Price
eRate Ineligible Items				
Central Core Equipment				
1	DMS-DMM3.5-7835-H1	Digital Media Mgr. Base V3.5 Perptl. SW Lic. for MCS-7835-H1	\$10,248.75	\$10,248.75
1	DMS-DMM3.5-VPE	Digital Media Mgr. V8.5 Video Portal Enabler Perptl. SW Lic.	\$2,998.75	\$2,998.75
1	DMS-VP3.5-7825-H2	Cisco Video Portal V3.5 Perptl. SW Lic. for MCS-7825-H2	\$8,998.75	\$8,998.75
1	DMS-VPR3.5	Cisco Video Portal Reports V8.5 Perptl. SW Lic.	\$1,498.75	\$1,498.75
1	MCS-7825-H2-DM21	HW Only MCS-7825-H2 w/ 2GB RAM and Two 80GB HD - Portal	\$1,750.00	\$1,750.00
1	CON-SNT-7825H2DM	SMARTNET 8X5XNBD HW Only MCS-7825-H2	\$184.80	\$184.80
1	MCS-7835-H1-DM21	HW Only MCS-7835-H1 w/ 2048MB RAM and Two 72GB SCSI HD - DMM	\$3,000.00	\$3,000.00
1	CON-SNT-7835H1DM	SMARTNET 8X5XNBD HW Only MCS-7835-H1	\$316.80	\$316.80
2	DISK-SAS-146GB	146 GB SAS Disk Drive for WAE-612	\$875.00	\$1,750.00
2	DISK-SCSI-300GB	300 GB SCSI Disk Drive for WAE-7326	\$1,562.50	\$3,125.00
22	DISK-SATA2-80GB	80 GB SATA-II Disk Drive for WAE-512	\$500.00	\$11,000.00
Equipment Sub-Total				\$44,871.60
Sales Tax				\$3,477.55
Professional Services				
1		Install & Configure Digital Media Manager Server & Software	\$500.00	\$500.00
Professional Services				\$500.00
Total NON-eRate Eligible Items				\$48,849.15
Professional Services Project Total				\$49,750.00
Equipment Project Total				\$765,626.62
Sales Tax Project Total				\$59,336.06
Project Total				\$874,712.68
Project Net Cost after eRate Discount (80%) \$214,021.86				

Cisco Digital Media System Overview



Cisco Digital Media System Overview



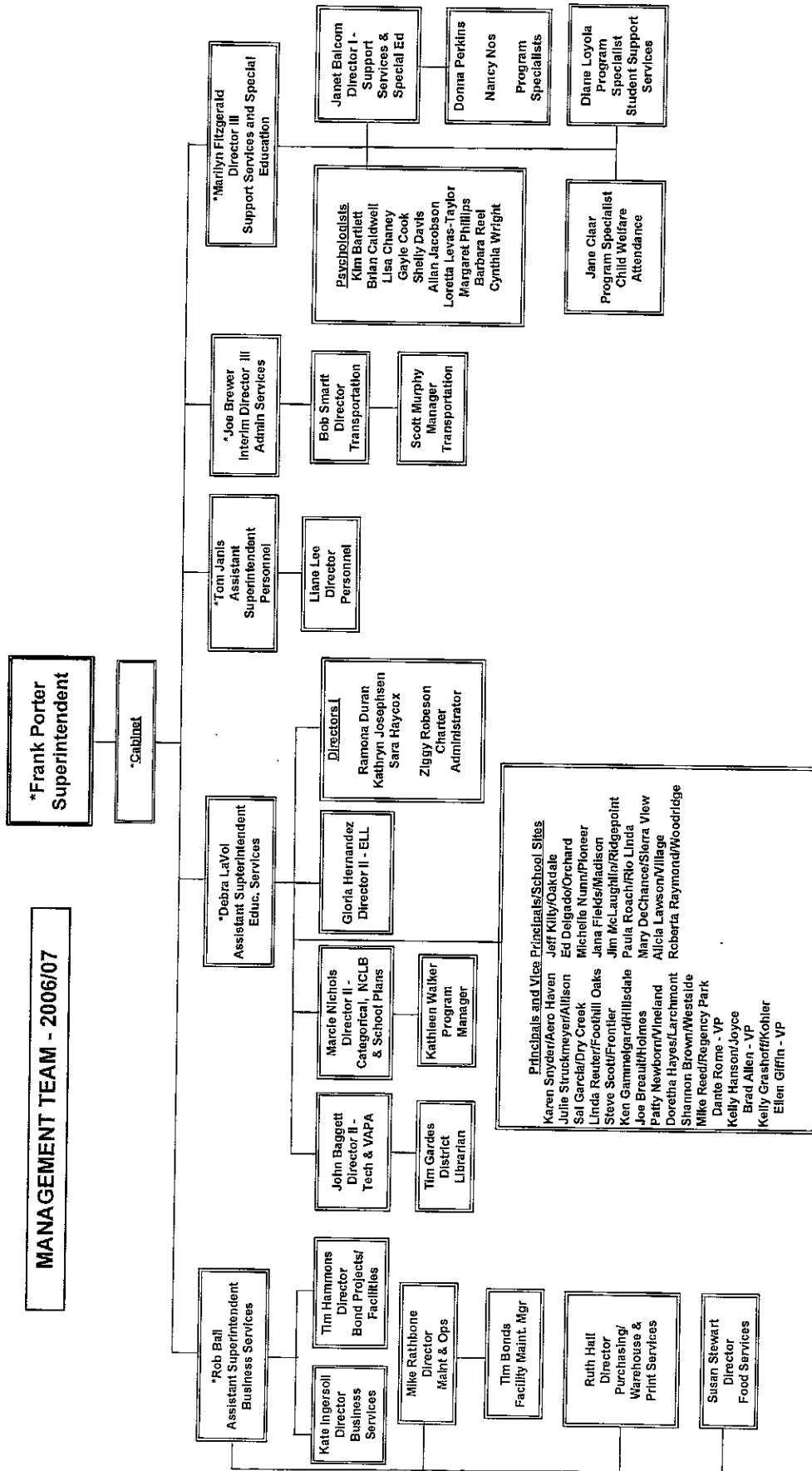


Exhibit 13



FUNDING COMMITMENT DECISION LETTER
(Funding Year 2007: 07/01/2007 - 06/30/2008)

December 4, 2007

Ruth Ann Hall
RIO LINDA UNION SCHOOL DISTRICT
627 L ST
RIO LINDA, CA 95673-3430

Re: Form 471 Application Number: 578905
Billed Entity Number (BEN): 144578
Billed Entity FCC RN: 0004513982
Applicant's Form Identifier: IP Video

Thank you for your Funding Year 2007 application for Universal Service Support and for any assistance you provided throughout our review. The current status of the funding request(s) in the Form 471 application cited above and featured in the Funding Commitment Report(s) (Report) at the end of this letter is as follows.

- The amount, \$685,466.72 is "Approved."

Please refer to the Report on the page following this letter for specific funding request decisions and explanations. The Universal Service Administrative Company (USAC) is also sending this information to your service provider(s) so preparations can begin for implementing your approved discount(s) after you file FCC Form 486, Receipt of Service Confirmation Form. A guide that provides a definition for each line of the Report is available in the Reference Area of our website.

NEXT STEPS

- Work with your service provider to determine if you will receive discounted bills or if you will request reimbursement from USAC after paying your bills in full
- Review technology planning approval requirements
- Review CIPA requirements
- File Form 486
- Invoice USAC using the Form 474 (service provider) or Form 472 (Billed Entity) - as products and services are being delivered and billed

TO APPEAL THIS DECISION:

If you wish to appeal a decision in this letter, your appeal must be received by USAC or postmarked within 60 days of the date of this letter. Failure to meet this requirement will result in automatic dismissal of your appeal. In your letter of appeal:

1. Include the name, address, telephone number, fax number, and (if available) email address for the person who can most readily discuss this appeal with us.
2. State outright that your letter is an appeal. Include the following to identify the letter and the decision you are appealing:
 - Appellant name,
 - Applicant name and service provider name, if different from appellant,
 - Applicant BEN and Service Provider Identification Number (SPIN),
 - Form 471 Application Number 578905 as assigned by USAC,
 - "Funding Commitment Decision Letter for Funding Year 2007," AND
 - The exact text or the decision that you are appealing.
3. Please keep your letter to the point, and provide documentation to support your appeal. Be sure to keep a copy of your entire appeal, including any correspondence

and documentation.

4. If you are the applicant, please provide a copy of your appeal to the service provider(s) affected by USAC's decision. If you are the service provider, please provide a copy of your appeal to the applicant(s) affected by USAC's decision.
5. Provide an authorized signature on your letter of appeal.

To submit your appeal to USAC by email, email your appeal to appeals@sl.universalservice.org. USAC will automatically reply to incoming emails to confirm receipt.

To submit your appeal to USAC by fax, fax your appeal to (973) 599-6542.

To submit your appeal to USAC on paper, send your appeal to:

Letter of Appeal
Schools and Libraries Division - Correspondence Unit
100 South Jefferson Road
P.O. Box 902
Whippany, New Jersey 07981

You have the option of filing an appeal with the SLD or directly with the Federal Communications Commission (FCC). You should refer to CC Docket No. 02-6 on the first page of your appeal to the FCC. Your appeal must be received by the FCC or postmarked within 60 days of the date of this letter. Failure to meet this requirement will result in automatic dismissal of your appeal. We strongly recommend that you use the electronic filing options described in the "Appeals Procedure" posted in the Reference Area of our website. If you are submitting your appeal via United States Postal Service, send to: FCC, Office of the Secretary, 445 12th Street SW, Washington, DC 20554.

NOTICE ON RULES AND FUNDS AVAILABILITY

Applicants' receipt of funding commitments is contingent on their compliance with all statutory, regulatory, and procedural requirements of the Schools and Libraries Program. Applicants who have received funding commitments continue to be subject to audits and other reviews that USAC and/or the FCC may undertake periodically to assure that funds that have been committed are being used in accordance with all such requirements. USAC may be required to reduce or cancel funding commitments that were not issued in accordance with such requirements, whether due to action or inaction, including but not limited to that by USAC, the applicant, or the service provider. USAC, and other appropriate authorities (including but not limited to the FCC), may pursue enforcement actions and other means of recourse to collect improperly disbursed funds. The timing of payment of invoices may also be affected by the availability of funds based on the amount of funds collected from contributing telecommunications companies.

Schools and Libraries Division
Universal Service Administrative Company

FUNDING COMMITMENT REPORT
Billed Entity Name: RIO LINDA UNION SCHOOL DISTRICT
BEN: 144578
Funding Year: 2007

Comment on RAL corrections: The applicant did not submit any RAL corrections.

Form 471 Application Number: 578905
Funding Request Number: 1618069
Funding Status: Funded
Category of Service: Internal Connections
Form 470 Application Number: 676390000621541
SPIN: 143012276
Service Provider Name: Marketware Technologies
Contract Number: Y-10
Billing Account Number: NA
Multiple Billing Account Numbers: N
Service Start Date: 07/01/2007
Service End Date: N/A
Contract Award Date: 02/07/2007
Contract Expiration Date: 06/30/2010
Shared Worksheet Number: 909306
Number of Months Recurring Service Provided in Funding Year: 12
Annual Pre-discount Amount for Eligible Recurring Charges: \$.00
Annual Pre-discount Amount for Eligible Non-recurring Charges: \$772,382.04
Pre-discount Amount: \$772,382.04
Discount Percentage Approved by the USAC: 83%
Funding Commitment Decision: \$641,077.09 - FRN approved; modified by SLD
Funding Commitment Decision Explanation: MR1: The FRN was modified from Telecomm to Internal Connections to agree with the applicant documentation. <><><><><> MR2: This FRN contained products/services for Internal Connections and Basic Maintenance of Internal Connections. You did not post on your Form 470 for Basic Maintenance of Internal Connections. The FRN was split in order to conduct an independent review of these respective services. Your new FRN for Basic Maintenance of Internal Connections and your new FRN is ~~1636144~~ and service provider is Marketware Technology. The product(s)/service(s) remaining in this FRN are encoders, wide area application engines, multicast client for ACNS, Media Licenses.<><><><><> MR3: The FRN was modified from \$825,863.53 to \$772,382.04 to agree with the applicant documentation.

FCDL Date: 12/04/2007

Wave Number: 032

Last Allowable Date for Delivery and Installation for Non-Recurring Services: 09/30/2008

IP Video

FUNDING COMMITMENT REPORT
Billed Entity Name: RIO LINDA UNION SCHOOL DISTRICT
BEN: 144578
Funding Year: 2007

Comment on RAL corrections: The applicant did not submit any RAL corrections.

Form 471 Application Number: 578905
Funding Request Number: 1636144
Funding Status: Funded
Category of Service: Basic Maintenance of Internal Connection
Form 470 Application Number: 720020000570136
SPIN: 143012276
Service Provider Name: Marketware Technologies
Contract Number: na
Billing Account Number: N/A
Multiple Billing Account Numbers: N
Service Start Date: 07/01/2007
Service End Date: N/A
Contract Award Date: 02/07/2007
Contract Expiration Date: 06/30/2008
Shared Worksheet Number: 909306
Number of Months Recurring Service Provided in Funding Year: 12
Annual Pre-discount Amount for Eligible Recurring Charges: \$53,481.48
Annual Pre-discount Amount for Eligible Non-recurring Charges: \$.00
Pre-discount Amount: \$53,481.48
Discount Percentage Approved by the USAC: 83%
Funding Commitment Decision: ~~\$24,389.63~~ FRN approved as submitted
Funding Commitment Decision Explanation: This is a new FRN. It was split from FRN 1618069. This FRN contains the following product(s)/service(s): smartnet.
FCDL Date: 12/04/2007
Wave Number: 032
Last Allowable Date for Delivery and Installation for Non-Recurring Services: 09/30/2008

*SmartNet for
IP Video*